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Seltzer, Patrick G. Enright, and Kathryn
E. Falberg*

Additional Counsel on Signature Page

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

Master File No. 3:20-CV-06733-MMC

CLASS ACTION

IN RE AIMMUNE THERAPEUTICS,
INC. SECURITIES LITIGATION

STIPULATION TO STAY
PROCEEDINGS PENDING
DELAWARE CHANCERY COURT
DECISION AND [~~PROPOSED~~] ORDER;
DIRECTIONS TO PARTIES

Judge: Hon. Maxine M. Chesney

1 Plaintiffs Steven Germano (“Mr. Germano”), Bruce Svitak and Barbara C.
 2 Svitak (the “Svitaks”), and Cecilia Pemberton (“Ms. Pemberton,” and together with
 3 Mr. Germano and the Svitaks, the “Plaintiffs”) and Defendants Aimmune
 4 Therapeutics, Inc. (“Aimmune”), and Jayson D.A. Dallas, Mark T. Iwicki, Greg
 5 Behar, Brett K. Haumann, Mark D. McDade, Stacey D. Seltzer, Patrick G. Enright,
 6 and Kathryn E. Falberg (collectively, “Defendants,” and together with Plaintiffs, the
 7 “Parties”), by and through their undersigned counsel, hereby stipulate and agree as
 8 follows:

9 WHEREAS, on September 25, 2020, Mr. Germano filed a Class Action
 10 Complaint that is governed by the Private Securities Litigation Reform Act
 11 (“PSLRA”), 15 U.S.C. § 78u-4(a)(3)(B) (the “Complaint”);

12 WHEREAS, on September 28, 2020, Ms. Pemberton made a demand to
 13 inspect certain books and records of Aimmune pursuant to 8 Del. C. § 220 (the
 14 “Demand”);

15 WHEREAS, on October 7, 2020, Ms. Pemberton filed a complaint in the
 16 Court of Chancery for the State of Delaware pursuant to 8 Del. C. § 220 to compel
 17 the inspection of Books and Records captioned *Pemberton v. Aimmune*
 18 *Therapeutics, Inc.*, No. 2020-0859-JRS (Del.Ch. Oct. 7, 2020);

19 WHEREAS, on November 20, 2020 Ms. Pemberton entered into a
 20 Confidentiality and Non-Disclosure Agreement with Aimmune (the “Agreement”),
 21 which restricts the use of certain non-public, confidential information (together with
 22 any information derived therefrom, the “Inspection Information”) disclosed to Ms.
 23 Pemberton in response to the Demand;

24 WHEREAS, on December 14, 2020, the Svitaks, represented by Mr.
 25 Germano’s Counsel, and Ms. Pemberton, represented by Kahn Swick & Foti, LLC,
 26 filed their respective Motion for lead appointment pursuant to the PSLRA;

27 WHEREAS on January 16, 2021, the Svitaks and Ms. Pemberton filed their
 28 Second Re-Notice of Motions and Joint Response of Movants Bruce Svitak, Barbara

1 C. Svitak, and Cecilia Pemberton Regarding Their Motions for Consolidation and
2 Appointment as Lead Plaintiffs and Approval of Their Selection of Lead Counsel,
3 ECF No. 42, which indicated that they had “agreed to work cooperatively as Co-
4 Lead Plaintiffs to protect the interest of Aimmune Therapeutic, Inc. shareholders[,]”
5 and to have “their respective counsel, Monteverde & Associates PC (‘Monteverde’)
6 and Kahn Swick & Foti, LLC (‘KSF’), serve as Co-Lead Counsel to prosecute the
7 litigation”;

8 WHEREAS on February 17, 2021, this Court issued an Order providing that
9 any Consolidated Complaint is to be filed within 30 days of Plaintiffs being
10 appointed as Co-Lead Plaintiffs;

11 WHEREAS, on February 22, 2021, this Court issued an Order appointing Mr.
12 Germano, the Svitkas, and Ms. Pemberton Co-Lead Plaintiffs and appointing
13 Monteverde & Associates PC and Kahn Swick & Foti, LLC Co-Lead Counsel;

14 WHEREAS, pursuant to the Court’s February 17, 2021 Order, Plaintiffs must
15 file any Consolidated Complaint by March 24, 2021;

16 WHEREAS, the Parties now dispute the extent to which the Agreement
17 prohibits the use of the Inspection Information in this action, including in any
18 forthcoming Consolidated Complaint;

19 WHEREAS, the Parties have met and conferred and agree that the matter of
20 the proper interpretation of the Agreement should be determined by the Court of
21 Chancery for the State of Delaware prior to any potential use of the Inspection
22 Information in this matter;

23 WHEREAS, except as set forth herein with respect to the Court’s February
24 17, 2021 Order, no other time modifications have been sought or made with respect
25 to the deadlines applicable in this case before Judge Chesney;

26 NOW THEREFORE, IT IS HEREBY STIPULATED AND AGREED that
27 the Court be requested to enter an order as follows:
28

1 1. The Complaint is held in abeyance, Plaintiffs do not need to file a
2 Consolidated Complaint and Defendants do not need to answer or respond to the
3 Complaint; and

4 2. The deadline for Plaintiffs to file a Consolidated Complaint, currently
5 set for March 24, 2021, is vacated *sine die* and will be reset after the Court of
6 Chancery has issued an order resolving the Dispute.

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1 Dated: March 15, 2021

LATHAM & WATKINS LLP

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3 By: /s/ Kristin N. Murphy

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10
11 *Attorneys for Defendants*

12 Dated: March 15, 2021

KAHN SWICK & FOTI, LLP

13
14 By: /s/ Michael J. Palestina

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21 *Attorneys for Plaintiffs*

22
23 **ATTESTATION**

24 I hereby attest that all other signatories listed, and on whose behalf of this
25 filing is submitted, concur in this filing's content and have authorized this filing.

26
27 Dated: March 15, 2021

/s/ Kristin N. Murphy
Kristin N. Murphy

~~[PROPOSED]~~ ORDER

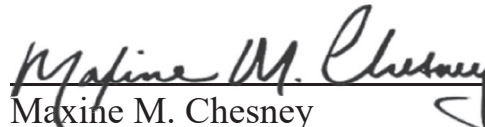
Pursuant to stipulation and good cause appearing to do so, the Court
ORDERS as follows:

1. The Complaint is held in abeyance, Plaintiffs do not need to file a
Consolidated Complaint and Defendants do not need to answer or respond to the
Complaint; and

2. The deadline for Plaintiffs to file a Consolidated Complaint, currently
set for March 24, 2021, is vacated *sine die* and will be reset after the Court of
Chancery has issued an order resolving the Dispute.

3. No later than September 16, 2021, the parties shall file a Joint Status
Report in the event the parties have not sought, by that date, an order lifting the
stay.

Dated: March 17, 2021


Maxine M. Chesney
United States District Court Judge